

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SHERFAM, INC.,

Plaintiff,

v.

CDx DIAGNOSTICS, INC.,
CDx LABORATORIES, INC., and
ORAL CANCER PREVENTION INTERNATIONAL,
INC.

Defendants.

15-CV-10170 (AKH)

JUDGMENT IN CIVIL CASE

USDC SDNY
DOCUMENT
ELECTRONICALLY FILED
DOC #: _____
DATE FILED: 12/14/16

WHEREAS Plaintiff Sherfam, Inc. filed its Motion for Summary Judgment on October 10, 2016 (Docket Nos. 59-63);

WHEREAS the Court conducted a hearing on Plaintiff's motion on November 21, 2016, and subsequently issued its Order dated November 28, 2016 (Docket No. 73) granting the Motion as to Counts 1, 2, 3, 4, 5, and 6 of the Second Amended and Supplemental Complaint ("Complaint") (Docket No. 54);

WHEREAS the November 28, 2016 Order further dismissed Count 7 of the Complaint;

NOW, upon all prior proceedings herein, it is hereby:

ORDERED, ADJUDGED AND DECREED, that Plaintiff's Motion is GRANTED as to Counts 1, 2, 3, 4, 5 and 6 of the Complaint; and it is further

ORDERED, ADJUDGED AND DECREED, that Count 7 of the Complaint is DISMISSED; and it is further

ORDERED, ADJUDGED AND DECREED, that the plaintiff Sherfam, Inc., as Agent, have judgment against defendants CDx Diagnostics, Inc., CDx Laboratories, Inc. and Oral Cancer Prevention International, Inc., jointly and severally (the "CDx Defendants"), on the First

and Second Claims of the Complaint in the aggregate principal amount of \$20,000,000; plus \$14,989,887.17 representing interest on the foregoing computed in accordance with the Loan Agreement and the Senior Notes through December 6, 2016, plus per diem interest at the rate of \$12,013.99 from December 7, 2016 to the date of entry of the judgment, for a total of \$35,085,999.09, and it is further

ORDERED, ADJUDGED AND DECREED, that the plaintiff Sherfam, Inc., in its individual capacity, have judgment against each CDx Defendant, jointly and severally, on the Third Claim of the Complaint in the principal amount of \$25,000; plus \$9,906.94, representing interest on the foregoing at the rate of 14% from February 21, 2014 through December 6, 2016, plus per diem interest at the rate of \$9.72 per day (14% per annum) from December 7, 2016 to the date of entry of the judgment, for a total of \$34,984.70, and it is further

ORDERED, ADJUDGED AND DECREED, the plaintiff Sherfam, Inc., as Agent, have judgment on the Fourth Claim of the Complaint directing each of the CDx Defendants to Marshall in preparation for foreclosure all of their assets in which the plaintiff, as Agent, has a security interest under the Pledge and Security Agreement (Docket No. 63-3) and the Intellectual Property Security Agreement (Docket No. 63-4); and each CDx Defendant shall deliver promptly to Sherfam, Inc., as Agent, a list of those assets and their locations, and it is further

ORDERED, ADJUDGED AND DECREED, that the plaintiff Sherfam, Inc., as Agent, have judgment on the Fifth and Sixth Claims of the Complaint, and is entitled to possession of the collateral identified in the Pledge and Security Agreement (Docket No. 63-3) and the Intellectual Property Security Agreement (Docket No. 63-4); and that each CDx Defendant, and its agents, officers, directors and employees to surrender to Sherfam, Inc., as Agent, possession of all of the Collateral, including the IP Collateral, and to execute such documents as are necessary to allow Plaintiff to transfer full ownership of the Collateral, including the IP

Collateral, to any successful bidders or buyers, pursuant to Article 9 of the NY UCC, and it is further

ORDERED, ADJUDGED AND DECREED, that in accordance with Rule 54(d)(2) of the Federal Rules of Civil Procedure; all claims for attorney's fees and related nontaxable expenses must be made by motion no later than 14 days after entry of this judgment.

Dated: New York, New York
December 14, 2016



John F. Teller
U.S.D.J.